

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

MAGTEN ASSET MANAGEMENT CORP.
and LAW DEBENTURE TRUST COMPANY OF
NEW YORK,

Plaintiffs,

v.

NORTHWESTERN CORPORATION,

Defendant.

Civil Action No. 04-1494-JJF

MAGTEN ASSET MANAGEMENT CORP.,

Plaintiff,

v.

MIKE J. HANSON and ERNIE J. KINDT,

Defendants.

Civil Action No. 05-499-JJF

MAGTEN ASSET MANAGEMENT CORP
Suing individually and derivatively on behalf
of CLARK FORK and BLACKFOOT, LLC,

Plaintiff,

v.

PAUL HASTINGS JANOFKY & WALKER
LLP,

Defendant.

Civil Action No. 04-1256-JJF

UPON the Motion of Magten Asset Management Corporation and Law Debenture Trust Company of New York (the "Plaintiffs") to Compel the Production of Documents and For Expenses (the "Motion"); and the Plaintiffs having filed supporting memoranda and other papers; and defendants NorthWestern Corporation, Michael J. Hanson and Ernie J. Kindt (the

“NorthWestern Defendants”) having filed responsive memoranda and other papers in opposition to the Motion; and the Court being of the opinion that the Motion should be denied, it is hereby

ORDERED that the Motion is DENIED; and it is further

ORDERED that the Plaintiffs and their attorneys in this action shall pay monetary sanctions in the amount of \$_____ to the NorthWestern Defendants for their expenses, including reasonable attorneys’ fees incurred in responding to the Motion; and it is further

ORDERED that, pursuant to the Court’s Rule 16 Scheduling Order [Docket No. 94], Plaintiffs shall be permitted to submit one more Rule 37 motion during the course of discovery in the above captioned actions.

Dated: January __, 2007

Honorable Joseph J. Farnan, Jr.
United States District Judge